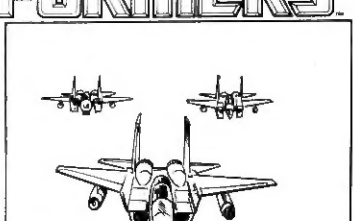
Four million years ago they came from **Cybertron**, a world composed entirely of machinery . . . a world torn by an age-old war between the heroic **Autobots** and the evil **Decepticons**. These incredibly powerful living robots, capable of converting themselves into land and air vehicles, weapons and other mechanical forms, continue their conflict here on **Earth**. They are . . .

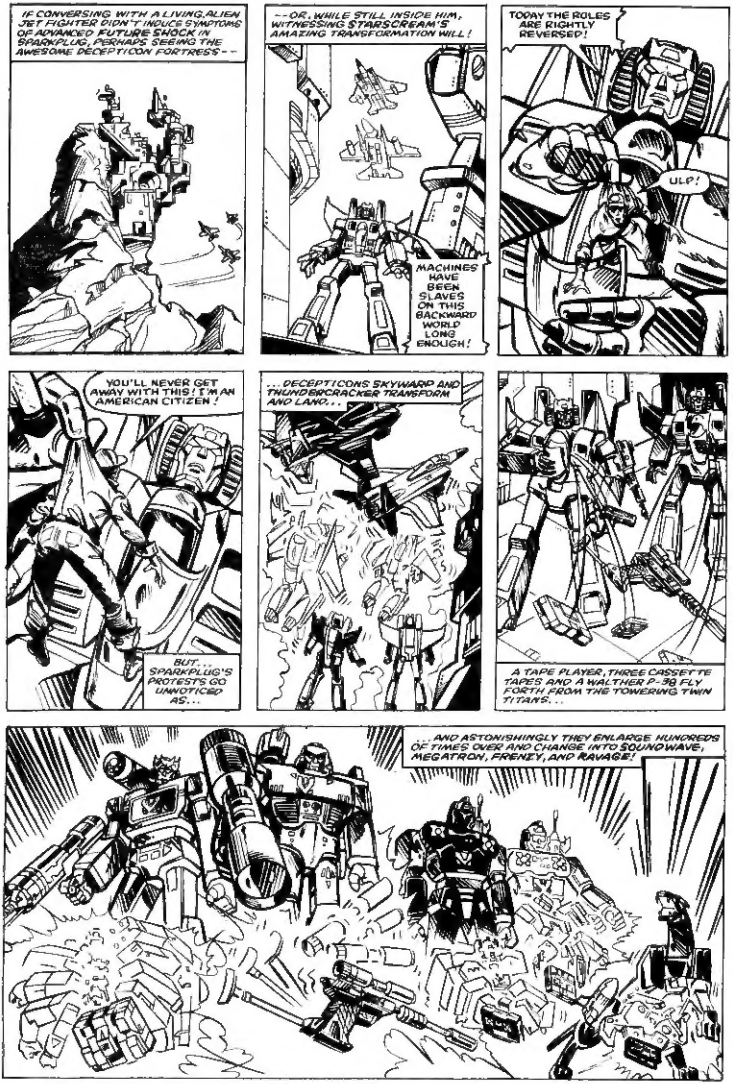
THE TRANSFORMERS

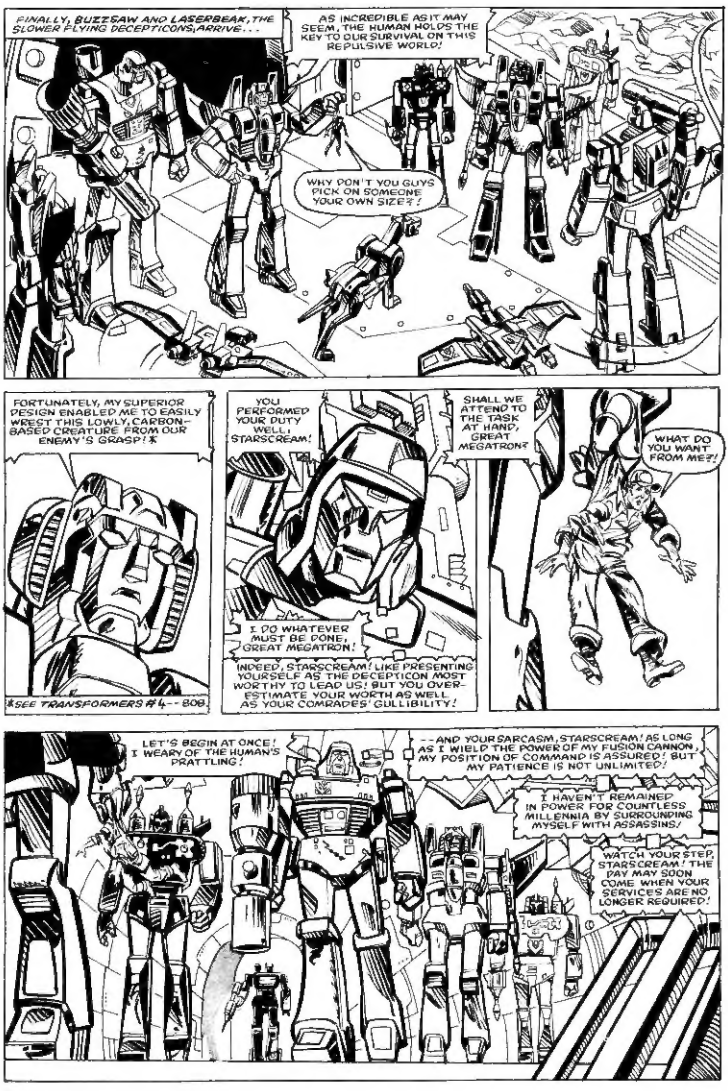


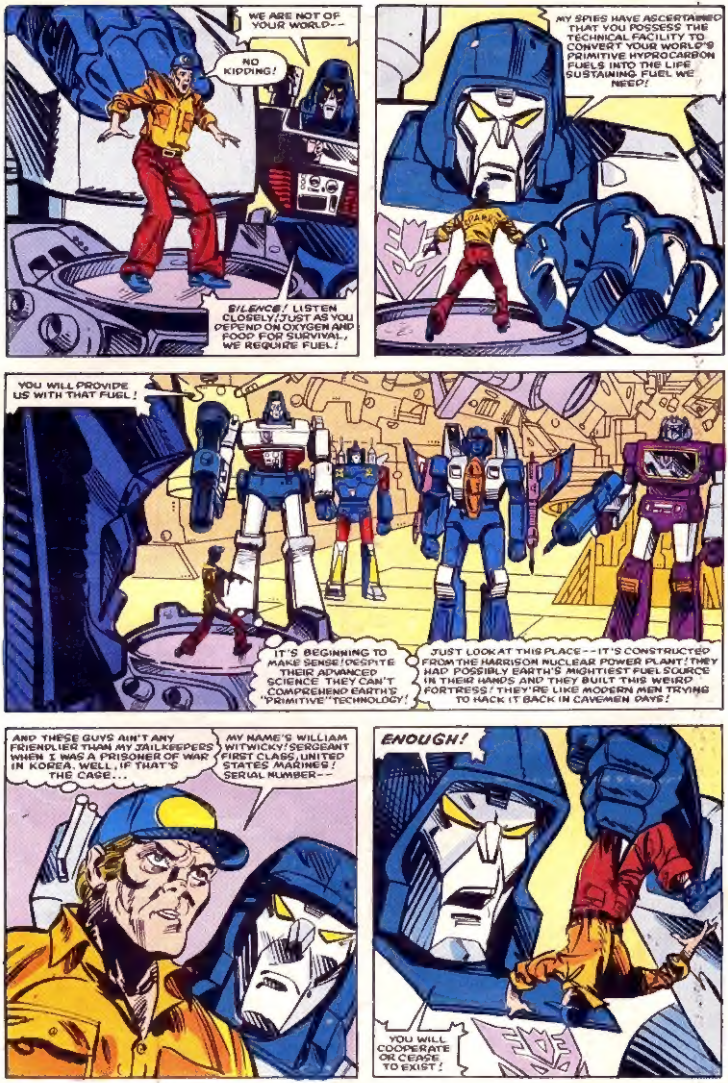
PRISONER OF WAR!

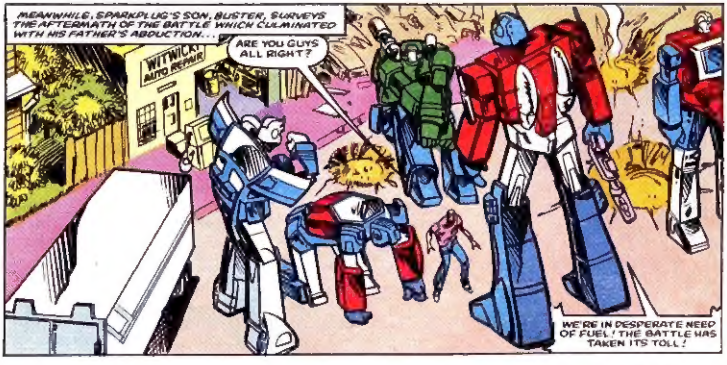
MEET SPARKPLUG WITWICKY, A SIMPLE, HARD-WORKING MAN, A MECHANIC WITH HIS OWN SERVICE STATION . . . SOMEHOW HE'S BECOME A . . .
LET ME OUTTA HERE, YOU STUPID MACHINE!
A FOOLISH REQUEST! OUR ANALYSIS OF YOUR SPECIES FINDS THAT IF I WERE TO RELEASE YOU AT THIS HEIGHT YOUR FRAIL FORM COULDN'T POSSIBLY SURVIVE! WE NEED YOU, FOR OUR PURPOSES, WHOLE!
JIM SALICRUP WRITER
FRANK SPRINGER PENCILER
DEMULDER & ESPOSITO INKER
CHANG & OTHERS LETTERERS
NEL YOMTOV COLOURS
BOB BUDIANSKY EDITOR
JIM SHOOTER EDITOR-IN-CHIEF

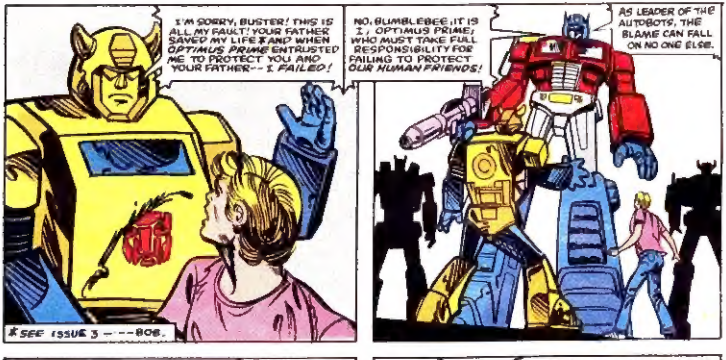
THE TRANSFORMERS UK published by MARVEL COMICS LTD. 23 Redan Place, London W2 4SA. Published fortnightly. Copyright © 1984 by HASBRO INDUSTRIES INC. All rights reserved. No similarity between any of the names, characters, persons and/or institutions in this magazine with those of any living or dead person or institutions is intended, and any such similarity which may exist is purely coincidental. THE TRANSFORMERS (including all prominent characters featured in this issue) and the distinctive likenesses thereof are trademarks of HASBRO INDUSTRIES INC.

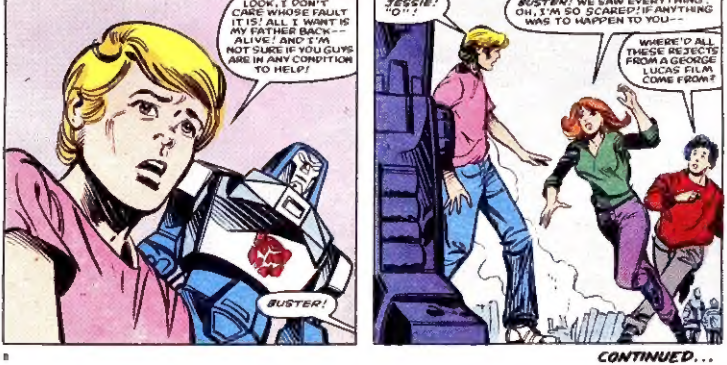

IF CONVERSING WITH A LIVING ALIEN JET FIGHTER DIDN'T INDUCE SYMPTOMS OF ADVANCED FUTURE SHOCK IN SPARKPLUG, PERHAPS SEEING THE AWESOME DECEPTICON FORTRESS--
--OR, WHILE STILL INSIDE HIM, WITNESSING STARSCREAM'S AMAZING TRANSFORMATION WILL!
MACHINES HAVE BEEN SLAVES ON THIS BACKWARD WORLD LONG ENOUGH!
TODAY THE ROLES ARE RIGHTLY REVERSED!
ULP!
YOU'LL NEVER GET AWAY WITH THIS! I'M AN AMERICAN CITIZEN!
BUT... SPARKPLUG'S PROTESTS GO UNNOTICED AS...
...DECEPTICONS SKYWARP AND THUNDERCRACKER TRANSFORM AND LAND...
A TAPE PLAYER, THREE CASSETTE TAPES AND A WALTHER P-38 FLY FORTH FROM THE TOWERING TWIN TITANS...
...AND ASTONISHINGLY THEY ENLARGE HUNDREDS OF TIMES OVER AND CHANGE INTO SOUNDWAVE, MEGATRON, FRENZY, AND RAVAGE!


FINALLY, BUZZSAW AND LASERBEAK, THE SLOWER FLYING DECEPTICONS, ARRIVE...
AS INCREDIBLE AS IT MAY SEEM, THE HUMAN HOLDS THE KEY TO OUR SURVIVAL ON THIS REPULSIVE WORLD!
WHY DON'T YOU GUYS PICK ON SOMEONE YOUR OWN SIZE?!
FORTUNATELY, MY SUPERIOR DESIGN ENABLED ME TO EASILY WREST THIS LOWLY, CARBON-BASED CREATURE FROM OUR ENEMY'S GRASP! *
*SEE TRANSFORMERS #4 -- 80¢.
YOU PERFORMED YOUR DUTY WELL, STARSCREAM!
I DO WHATEVER MUST BE DONE, GREAT MEGATRON!
SHALL WE ATTEND TO THE TASK AT HAND, GREAT MEGATRON?
WHAT DO YOU WANT FROM ME?!
INDEED, STARSCREAM! LIKE PRESENTING YOURSELF AS THE DECEPTICON MOST WORTHY TO LEAD US! BUT YOU OVER-ESTIMATE YOUR WORTH AS WELL AS YOUR COMRADES' GULLIBILITY!
LET'S BEGIN AT ONCE! I WEARY OF THE HUMAN'S PRATTLING!
--AND YOUR SARCASM, STARSCREAM! AS LONG AS I WIELD THE POWER OF MY FUSION CANNON AND MY POSITION OF COMMAND IS ASSURED! BUT MY PATIENCE IS NOT UNLIMITED!
I HAVEN'T REMAINED IN POWER FOR COUNTLESS MILLENNIA BY SURROUNDING MYSELF WITH ASSASSINS!
WATCH YOUR STEP, STARSCREAM! THE DAY MAY SOON COME WHEN YOUR SERVICES ARE NO LONGER REQUIRED!

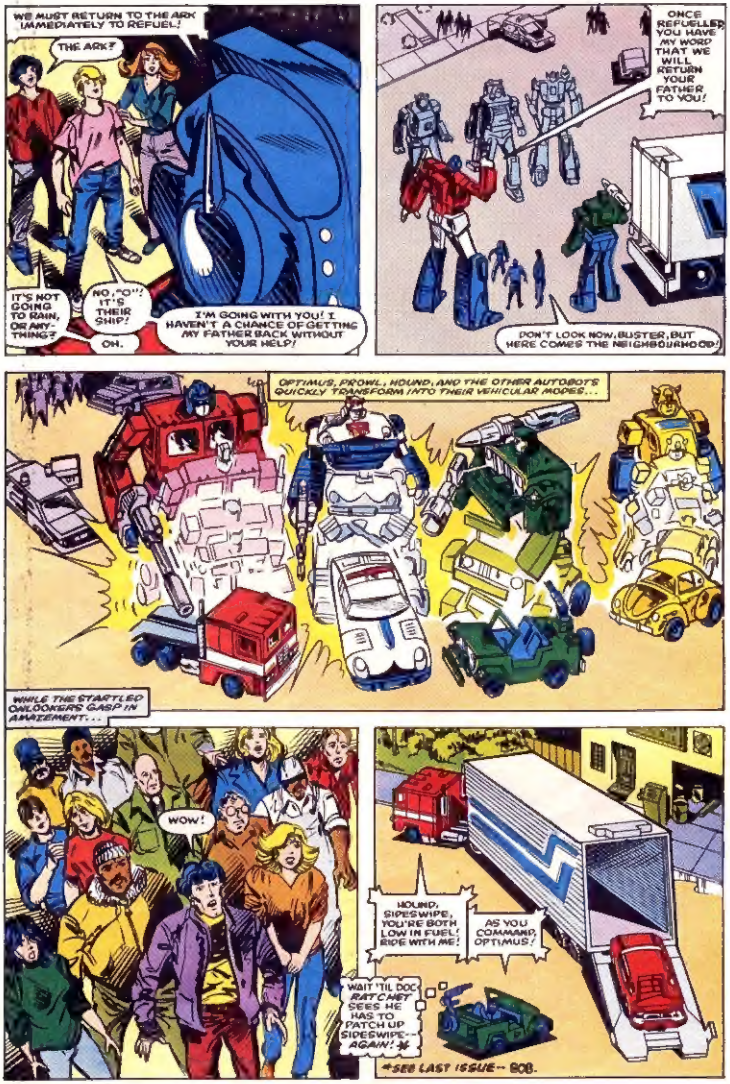

WE ARE NOT OF YOUR WORLD--
NO KIDDING!
SILENCE! LISTEN CLOSELY, JUST AS YOU DEPEND ON OXYGEN AND FOOD FOR SURVIVAL, WE REQUIRE FUEL!
MY SPIES HAVE ASCERTAINED THAT YOU POSSESS THE TECHNICAL FACILITY TO CONVERT YOUR WORLD'S PRIMITIVE HYDROCARBON FUELS INTO THE LIFE SUSTAINING FUEL WE NEED!
YOU WILL PROVIDE US WITH THAT FUEL!
IT'S BEGINNING TO MAKE SENSE! DESPITE THEIR ADVANCED SCIENCE THEY CAN'T COMPREHEND EARTH'S "PRIMITIVE" TECHNOLOGY!
JUST LOOK AT THIS PLACE--IT'S CONSTRUCTED FROM THE HARRISON NUCLEAR POWER PLANT! THEY HAD POSSIBLY EARTH'S MIGHTIEST FUEL SOURCE IN THEIR HANDS AND THEY BUILT THIS WEIRD FORTRESS! THEY'RE LIKE MODERN MEN TRYING TO HACK IT BACK IN CAVEMEN DAYS!
AND THESE GUYS AIN'T ANY FRIENDLIER THAN MY JAILKEEPERS WHEN I WAS A PRISONER OF WAR IN KOREA. WELL, IF THAT'S THE CAGE...
MY NAME'S WILLIAM WITWICKY / SERGEANT FIRST CLASS, UNITED STATES MARINES! SERIAL NUMBER--
ENOUGH!
YOU WILL COOPERATE OR CEASE TO EXIST!


MEANWHILE, SPARKPLUG'S SON, BUSTER, SURVEYS THE AFTERMATH OF THE BATTLE WHICH CULMINATED WITH HIS FATHER'S ABDUCTION...
WITWICKY AUTO REPAIR
ARE YOU GUYS ALL RIGHT?
WE'RE IN DESPERATE NEED OF FUEL! THE BATTLE HAS TAKEN ITS TOLL!


I'M SORRY, BUSTER! THIS IS ALL MY FAULT! YOUR FATHER SAVED MY LIFE AND WHEN OPTIMUS PRIME ENTRUSTED ME TO PROTECT YOU AND YOUR FATHER-- I FAILED!
NO, BUMBLEBEE, IT IS I, OPTIMUS PRIME, WHO MUST TAKE FULL RESPONSIBILITY FOR FAILING TO PROTECT OUR HUMAN FRIENDS!
AS LEADER OF THE AUTOBOTS, THE BLAME CAN FALL ON NO ONE ELSE.
SEE ISSUE 3 - --BOB.


LOOK, I DON'T CARE WHOSE FAULT IT IS! ALL I WANT IS MY FATHER BACK-- ALIVE! AND I'M NOT SURE IF YOU GUYS ARE IN ANY CONDITION TO HELP!
BUSTER!
JESSIE! "O"!
BUSTER! WE SAW EVERYTHING! OH, I'M SO SCARED! IF ANYTHING WAS TO HAPPEN TO YOU--
WHERE'D ALL THESE REJECTS FROM A GEORGE LUCAS FILM COME FROM?

CONTINUED...

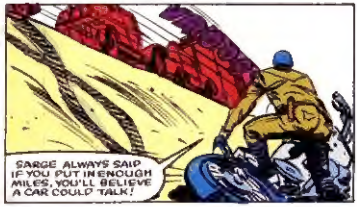

WE MUST RETURN TO THE ARK IMMEDIATELY TO REFUEL!
THE ARK?
NO, "O"! IT'S THEIR SHIP!
OH.
IT'S NOT GOING TO RAIN, OR ANYTHING?
I'M GOING WITH YOU! I HAVEN'T A CHANCE OF GETTING MY FATHER BACK WITHOUT YOUR HELP!
ONCE REFUELLED YOU HAVE MY WORD THAT WE WILL RETURN YOUR FATHER TO YOU!
DON'T LOOK NOW, BUSTER, BUT HERE COMES THE NEIGHBOURHOOD!
OPTIMUS, PROWL, HOUND, AND THE OTHER AUTOBOTS QUICKLY TRANSFORM INTO THEIR VEHICULAR MODES...
WHILE THE STARTLED ONLOOKERS GASP IN AMAZEMENT...
WOW!
HOUND, SIDESWIPE, YOU'RE BOTH LOW IN FUEL! RIDE WITH ME!
AS YOU COMMAND, OPTIMUS!
WAIT 'TIL DOC RATCHET SEES HE HAS TO PATCH UP SIDESWIPE--AGAIN! ½
*SEE LAST ISSUE-- BOB.

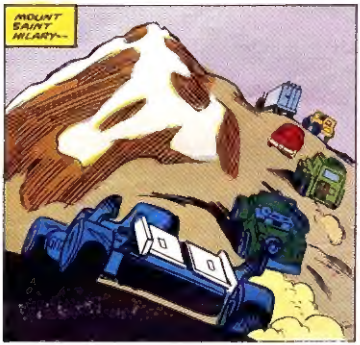
BUSTER'S RISKING HIS LIFE TO SAVE HIS FATHER! I ALWAYS KNEW HE WAS SENSITIVE! I DIDN'T REALIZE HE WAS SO BRAVE!
GEE, I'D COME ALONG AND HELP, BUT I DON'T THINK MY FOLKS WOULD UNDERSTAND!
FORGET IT! THIS IS STRICTLY A FAMILY MATTER!
BE CAREFUL!
UM-- OF COURSE!
BEFORE THE EYES OF THE STARTLED ONLOOKERS, THE AUTOBOTS MOVE OUT...
LET'S ROLL!
I'M WORRIED, "O"!! DO YOU THINK WE'LL EVER SEE BUSTER AGAIN?
DON'T EVEN SAY THAT, JESSE!
THE SPEEDING AUTOBOT CONVOY DOESN'T GO UNNOTICED ON THE HIGHWAY...
THAT KID AND HIS FRIENDS MUST BE LOOKING FOR TROUBLE! WHY ELSE WOULD THEY PASS ME AT 30 MILES OVER THE LIMIT?!

CONTINUED...

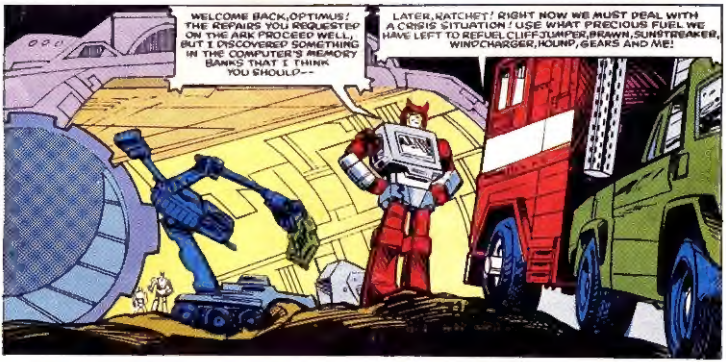
EEEEEEEEEEEEEEEEEEEE
THIS ISN'T THE INDY 500! PULL 'ER OVER, KID!
GEARS RESPONDS...

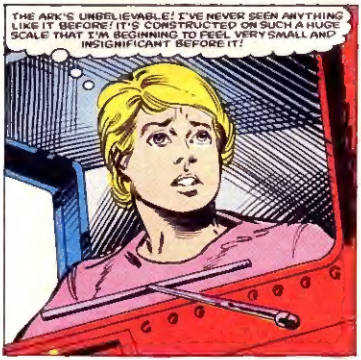
GET LOST, TWO WHEELS! WE'RE TRYING TO SAVE YOUR WORLD AND THERE'S NO STOPPING US NOW!
LIMIT
SCREEK
WHA... THERE'S NO ONE IN THERE!


SARGE ALWAYS SAID IF YOU PUT IN ENOUGH MILES, YOU'LL BELIEVE A CAR COULD TALK!

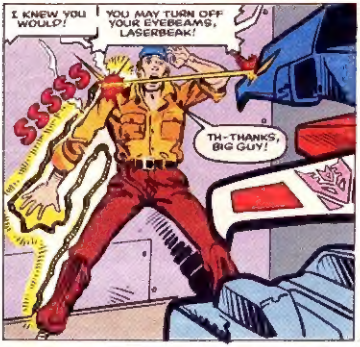

MOUNT SAINT HILARY--

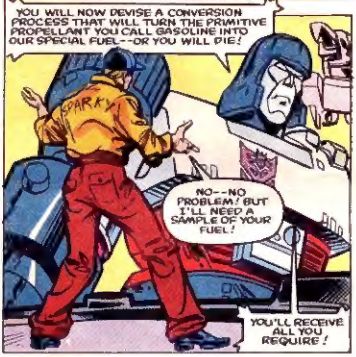
--WHERE, FOR FOUR MILLION YEARS SINCE IT FIRST CRASHED ON EARTH CARRYING THE AUTOBOTS AND THE DECEPTICONS, THE ARK HAS RESTED PEACEFULLY...

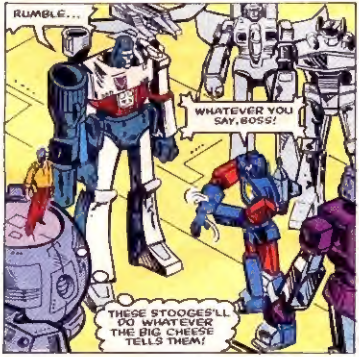

WELCOME BACK, OPTIMUS! THE REPAIRS YOU REQUESTED ON THE ARK PROCEED WELL, BUT I DISCOVERED SOMETHING IN THE COMPUTER'S MEMORY BANKS THAT I THINK YOU SHOULD--
LATER, RATCHET! RIGHT NOW WE MUST DEAL WITH A CRISIS SITUATION! USE WHAT PRECIOUS FUEL WE HAVE LEFT TO REFUEL CLIFF, JUMPER, BRAWN, SUNTREAKER, WINDCHARGER, HOUND, GEARS AND ME!


THE ARK'S UNBELIEVABLE! I'VE NEVER SEEN ANYTHING LIKE IT BEFORE! IT'S CONSTRUCTED ON SUCH A HUGE SCALE THAT I'M BEGINNING TO FEEL VERY SMALL AND INSIGNIFICANT BEFORE IT!

MEANWHILE...
UH... I... I THINK I'M BEGINNING TO SEE YOUR POINT, MEGATRON!


I KNEW YOU WOULD!
YOU MAY TURN OFF YOUR EYEBEAMS, LASERBEAK!
SSSSS
TH-THANKS, BIG GUY!


YOU WILL NOW DEVISE A CONVERSION PROCESS THAT WILL TURN THE PRIMITIVE PROPELLANT YOU CALL GASOLINE INTO OUR SPECIAL FUEL--OR YOU WILL DIE!
SPARKY
NO--NO PROBLEM! BUT I'LL NEED A SAMPLE OF YOUR FUEL!
YOU'LL RECEIVE ALL YOU REQUIRE!


RUMBLE...
WHATEVER YOU SAY, BOSS!
THESE STOOGES'LL DO WHATEVER THE BIG CHEESE TELLS THEM!

SAY "WHEN", SCRAPLET!
ER--THAT'S ENOUGH!

CONTINUED...

BUT I STILL NEED RAW MATERIALS TO WORK WITH AND A LAB TO WORK IN.
NOTHING IS BEYOND THE REACH OF MEGATRON, HUMAN!
WHAT DO YOU REQUIRE?
LATER, AT THE UNIVERSITY OF OREGON, THE SOUND OF INCREDIBLY HEAVY FOOTSTEPS ECHO THROUGH THE NEARLY-DESERTED CAMPUS:
THOOM! THOOM!
THOOM!
INSIDE THESE HALLOWED HALLS OF LEARNING, THE SUPER-STRONG DECEPTICON KNOWN AS SOUNDWAVE REMOVES A LARGE PIECE OF THE CHEMISTRY DEPARTMENT...
THIS IS WHAT THE HUMAN REQUESTED!
RENCH!
H-HEY! COME BACK HERE WITH THAT!
I'D QUIT THIS JOB IF I WASN'T SO CLOSE TO RETIREMENT!
BANG!
BANG!
KRUNCH!
AND ELSEWHERE...
END OF THE LINE, PINK-THING!
RUMBLE
FAT IN THE FIRE
THAT THING'S WRECKIN' THE ROAD--CAUSIN' AN EARTHQUAKE!
A.C.M.
GOT TO TIE THIS UP NICE AND NEAT FOR STARSCREAM!
THEY DIDN'T SAY ANYTHING ABOUT THIS AT THE DRIVERS' TRAINING INSTITUTE!
YAH-HOO! I'M GETTING TO LIKE IT HERE!
YOU DID WELL, RUMBLE!
MEANWHILE, THE DECEPTICONS' RAMPAGING WAYS HAVE NOT GONE UNNOTICED...
IN WASHINGTON, D.C....
WELL, AT LEAST NO INJURIES WERE REPORTED IN THE ROBOTS' RAID ON THE HARRISON NUCLEAR POWER PLANT!
WE'RE UNABLE AT THIS TIME TO PROVE THAT THE RUSSIANS ARE CONTROLLING THE ROBOTS, SIR!

IN MOSCOW.
(THEY MUST BE TESTING THEIR STAR WARS ARSENAL, COMRADE!)*
*TRANSLATED FROM RUSSIAN -- BOB.
IN THE FLYING HEADQUARTERS OF AMERICA'S SUPER-SPY ORGANIZATION, S.H.I.E.L.D.
WE GOTTA CHECK OUT WHAT'S GOING ON N OREGON N CHOLAS.
DUM DUM, IF THAT BIG GREEN FIRE-SNORTIN' LIZARD IS LOOSE AGAIN, I QUIT.
IN THE OFFICE OF THE NEW YORK DAILY BUGLE'S NEW EDITOR-IN-CHIEF, JOE ROBERTSON...
HOPE THIS ASSIGNMENT ISN'T TOO ROUGH FOR PARKER! I'M BANKING ON HIS EXPERIENCE AT SHOOTING SPIDER-MAN IN ACTION TO HELP HIM GET EXCLUSIVE PHOTOS OF WHATEVER WALKED OFF WITH THAT POWER PLANT.
OH
BETTER CHECK TO SEE IF HE MADE HIS PLANE ON TIME!
DAWN, AND THE DECEPTICON FORTRESS IS SURROUNDED BY THE ARMY AND THE NEWS MEDIA
RUMOURS ARE FLYING THAT THE STRANGE SHAPE-CHANGING MACHINES THAT ATTACKED OREGON'S HARRISON NUCLEAR POWER PLANT HAVE TAKEN REFUGE INSIDE THE BIZARRE STRUCTURE YOU SEE BEHIND ME! SOME EVEN SUSPECT THAT THE FORTRESS ITSELF WAS CONSTRUCTED WITH EQUIPMENT STOLEN FROM THE HARRISON PLANT!
EYEWITNESS NEWS HAS EARNED
AS FOR THE BUGLE'S PETER PARKER
I'LL NEVER GET ANY EXCLUSIVES FOR ROBBIE THIS WAY! I'VE GOT TO BREAK AWAY FROM THE PACK!
SOON, IN A NEARBY SECLUDED SPOT
I'LL HAVE A MUCH BETTER CHANCE AT PHOTOGRAPHING WHATEVER'S IN THAT FORTRESS AS SPIDER-MAN!
THIS COSTUME'S QUITE A TIME-SAVER! ALL I HAVE TO DO IS THINK ABOUT CHANGING AND IT TAKES CARE OF THE REST!
IF ONLY I COULD SOLVE ALL MY PROBLEMS AS EASILY!
SHWING!

INSIDE THE DECEPTICON FORTRESS
I'M PICKING UP A SIGNAL FROM THE HUMANS. GREAT MEGATRON!
LET'S HEAR IT, SOUNDWAVE.
THIS IS GENERAL McBREGG OF THE UNITED STATES' ARMY. WE COME IN PEACE AND ONLY WISH TO TALK!
BAH! STARSCREAM CAN HANDLE THIS PETTY ANNOYANCE.
IT'S ABOUT TIME! I WAS WONDERING WHEN THE CAVALRY WOULD ARRIVE.
WITHIN SECONDS STARSCREAM TAKES OFF WITH SKYWARP AND THUNDERCRACKER
THE HUMANS NEVER LEARN!
HOW MANY TIMES MUST THEY BE FIRED UPON BEFORE THEY REALIZE HOW VULNERABLE THEY ARE?
LOOK OUT! THEY'RE HITTING US WITH CLUSTER BOMBS!
POOM! POOM!
POOM! POOM!
FIRE THE ANTI-AIRCRAFT MISSILES! BLOW THAT SUCKER OUT OF THE SKY!
GET OUR JETS UP THERE NOW!
LET'S SEE WHAT HAPPENS WHEN THEY CAN'T HEAR THEIR LEADER'S COMMANDS!
ARGH!
THUNDERCRACKER'S DEAFENING SONIC BOOM STUNS THE SOLDIERS.
THEN BUZZSAW ENTERS THE FRAY
PRIMITIVE EARTH VEHICLES ARE NO MATCH FOR ME!
HIS DIAMOND-HARD MICRO-SERRATED EDGED BEAK CLEANLY SEVERS THE JET FIGHTER'S WING!
BLUE LEADER'S BEEN HIT! BUT I GOT ONE RIGHT IN MY SIGHTS!
BUT BEFORE HIS MISSILES ARE FIRED.
WHAT?! THE TARGET'S DISAPPEARED!
UNITED STATES AIR FORCE
TO BE CONTINUED!

MARVEL
FORTNIGHTLY
17th Nov. - 30th Nov. 1984 No5 25p

ACTION AND ADVENTURE START HERE!

THE TRANSFORMERS

HEROIC AUTOBOT

FOUR-IN-A-LINE COMPETITION
Pit your wits against a computer!

And introducing Matt and The Cat

INTO THE EVIL DECEPTICONS' STRONGHOLD!

MARVEL

FORTNIGHTLY

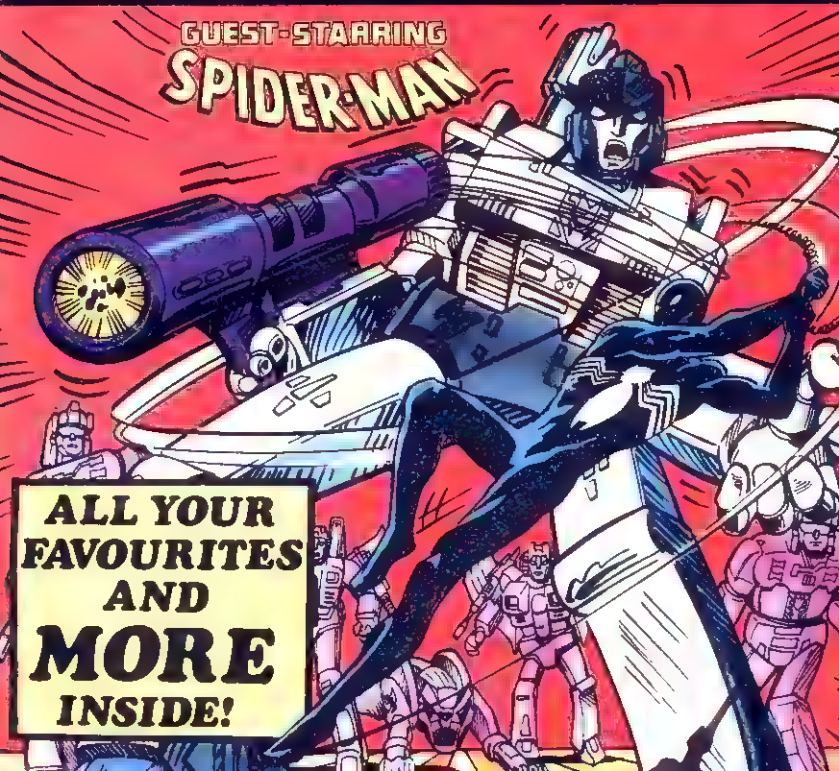
WIN A BONTEMPI GAME-PLAYING MUSICAL KEYBOARD!

THE TRANSFORMERS

HEROIC AUTOBOT

WARRIOR ROBOTS IN DISGUISE

GUEST-STARRING SPIDER-MAN

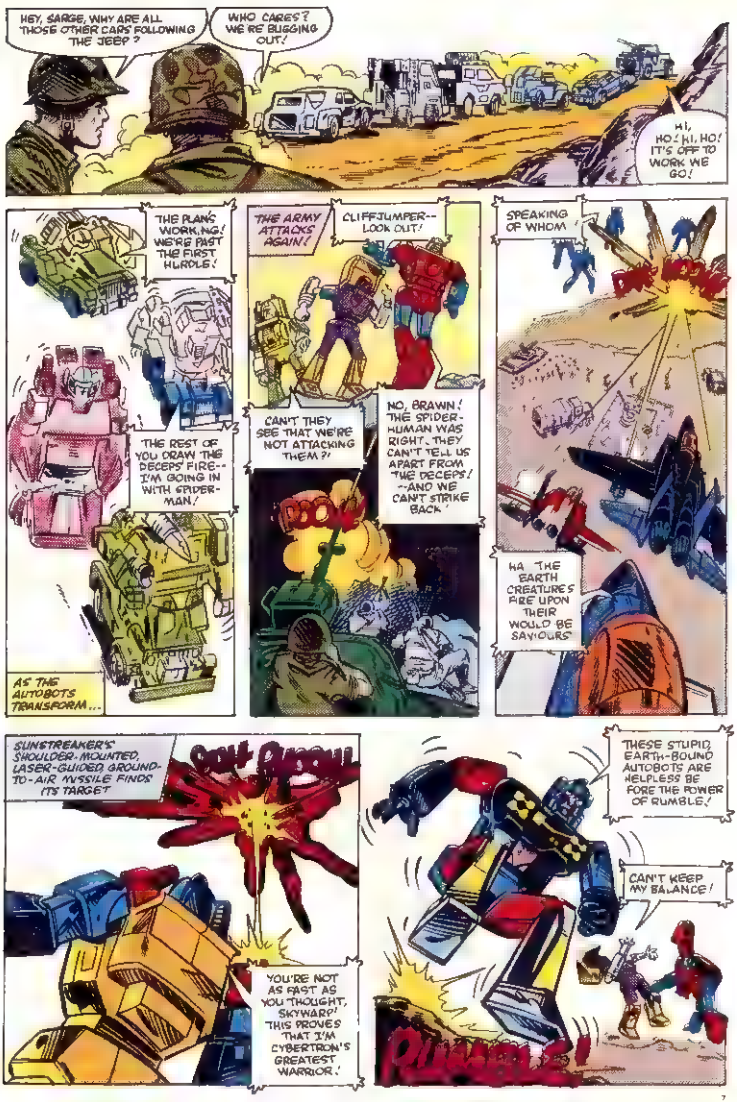


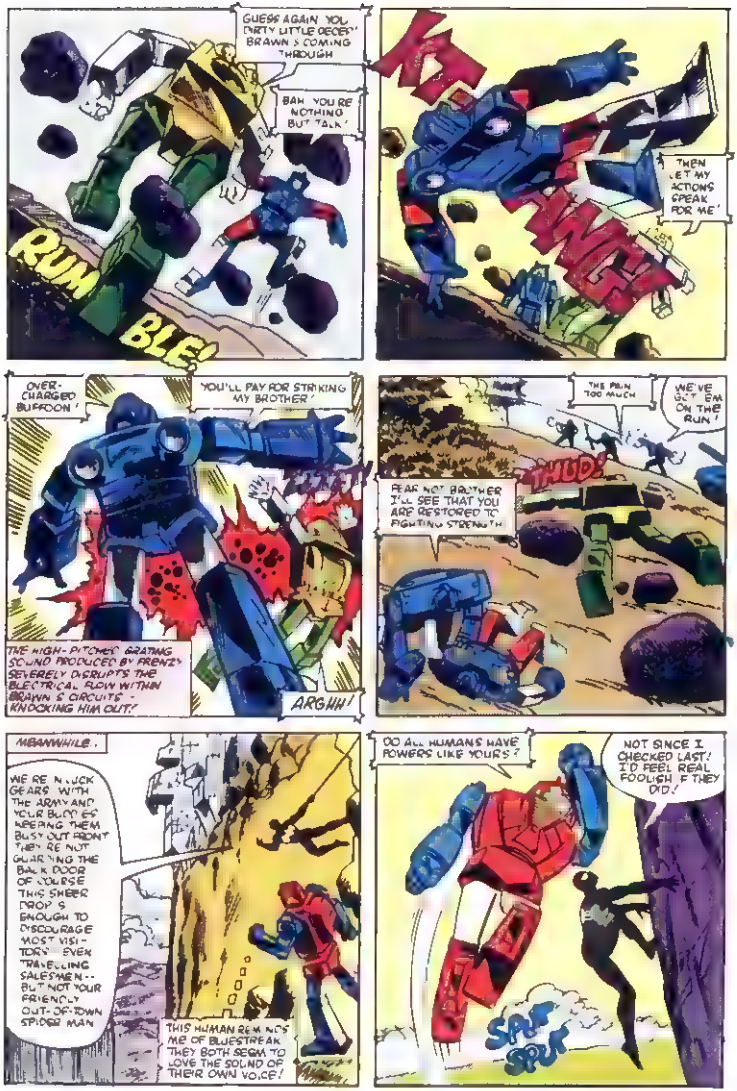
ALL YOUR FAVOURITES AND MORE INSIDE!

HA! THE HUNTER IS NOW THE HUNTED! THAT BRAINLESS AIRCRAFT IS NO MATCH FOR THE TELEPORTING TALENTS OF SKYWARP!
NOW HE'S RIGHT ON TOP OF ME
MY EARTHLY FORM IS FAST AND STRONG--
--BUT I'M A DECEPTICON WARRIOR--
--AND MY VICTIMS ARE ENTITLED TO SEE THE TRUE FACE OF THEIR DESTROYER!
MAYDAY! MAYDAY!
WHILE BELOW
WHAT'S THIS?
UNLESS DETROIT'S TRAINING TRUCKS TO BE QUICK-CHANGE ARTISTS.
--I BET HE'S ONE OF THOSE ROBOTS RETURNING TO THE NEST
HOW DID I GET STUCK WITH THIS SCOUTING MISSION? WHAT DO I CARE ABOUT THESE PESKY LITTLE CREATURES?
I'VE ALWAYS SUSPECTED THAT OPTIMUS PRIME HAD A PERVERSE SENSE OF HUMOUR!
HEY! HOLD ON, BIG BOY! --OR AS THAT FUNNY LADY ON TV SAYS, "CAN WE TALK?"
LOOK! UP IN THE SKY!
IT'S ONE OF THOSE MONSTERS!
AND HE'S WITH SPIDER-MAN!
THEN THE BUGLE WAS RIGHT! HE IS ONE OF THE BAD GUYS!
SHOO! GO AWAY! YOU'RE ENDANGERING MY MISSION!
WELL WE WOULDN'T WANT THAT TO HAPPEN! DON'T TELL ME-- YOU WANT TO TAKE OVER THE WORLD! AM I RIGHT?!
BLASTED IDIOT! I'M ON YOUR SIDE!
THEN EXPLAIN WHY YOUR BUDDY IS TOSSING THAT AT US!
WHAT?!

THEY DON'T SEE THE TANK!
FORTUNATELY, GEARS DOES!
DESPITE HIS GRUFF FACADE, GEARS REACTS AS ANY NOBLE AUTOBOT WOULD WHEN INNOCENT LIVES ARE THREATENED!
GOT IT!
KEEP THOSE CAMERAS ROLLING! THIS IS GREAT FOOTAGE!
GOOD CATCH!
CREATING A CUSHION OF COMPRESSED AIR UNDER HIS FEET, GEARS GENTLY LANDS!
ARE YOU CONVINCED NOW THAT WE'RE BOTH ON THE SAME TEAM?
OKAY! SO I PUT MY FOOT IN MY MOUTH! WHAT ELSE IS NEW?
WOULD YOU BELIEVE THERE'S A WAR GOING ON?
WE, THE AUTOBOTS, ARE FIGHTING TO STOP THE DECEPTICONS FROM STRIPPING YOUR PLANET OF ALL ITS PRECIOUS FUEL RESOURCES!
ALREADY THE DECEPS HAVE CAPTURED A HUMAN TO HELP THEM REPLENISH THEIR OWN DWINDLING FUEL SUPPLY!
THEN WHAT ARE WE WAITING FOR? LET'S GET TO WORK!
NOT SO FAST! OPTIMUS PRIME MUST BE INFORMED!
WHO?

MEANWHILE
PULL BACK! WE'RE TOTALLY OUT-GUNNED! WE DON'T HAVE THE HARDWARE TO STAND UP AGAINST THOSE MECHANICAL MONSTERS!
WHILE AT THE ARK, RATCHET TRIES TO CONSOLE BUSTER.
WHAT'S GOING ON? WHY DIDN'T OPTIMUS TAKE ME ALONG WITH THE OTHERS?
OPTIMUS HAS HIS REASONS! I IMAGINE NOT ENDANGERING YOUR LIFE AGAIN S ONE OF THEM.
LATER, AFTER EXTENSIVE INTRODUCTIONS AND EXPLANATIONS
I'VE FOUGHT ALONGSIDE SOME WEIRD CHARACTERS IN MY CAREER, OPTIMUS -- BUT THIS HAS TO BE A FIRST!
I AM SURE TALES OF YOUR EXPLOITS WOULD BE INTERESTING, SPIDER-MAN, BUT, FOR NOW CAN YOU INFORM YOUR MILITARY TO STEP ASIDE AND ALLOW US TO DEAL WITH THE DECEPTICONS?
TRUST ME - THEY'LL NEVER BUY IT COMING FROM ME! BUT I'VE GOT A PLAN!
AND SO
TOUNTP
C'MON, RALPH -- STOP PLAYING TRICKS!
DONNING THE SOLDIER'S HELMET, THE WEB-SPINNER 'DRIVES' HIS WAY THROUGH THE RETREATING FRONT LINE WITH THE OTHER AUTOBOTS FOLLOWING
IN ORDER TO GET THROUGH, EVERYTHING DEPENDS ON MY TIMING.
PARDON ME, SARGE! THE LIEUTENANT GAVE ME ORDERS TO RETURN TO THE FRONT LINE!
SURE, GO RIGHT AHEAD!
SOMETIMES THE BEST PLANS ARE THE SIMPLEST!


HEY, SARGE, WHY ARE ALL THOSE OTHER CARS FOLLOWING THE JEEP?
WHO CARES? WE'RE BUGGING OUT!
HI, HO! HI, HO! IT'S OFF TO WORK WE GO!
THE PLAN'S WORK, NG! WE'RE PAST THE FIRST HURDLE!
THE REST OF YOU DRAW THE DECEPS' FIRE--I'M GOING IN WITH SPIDER-MAN!
AS THE AUTOBOTS TRANSFORM...
THE ARMY ATTACKS AGAIN!
CLIFFJUMPER--LOOK OUT!
CAN'T THEY SEE THAT WE'RE NOT ATTACKING THEM?
NO, BRAWN! THE SPIDER-HUMAN WAS RIGHT. THEY CAN'T TELL US APART FROM THE DECEPS! --AND WE CAN'T STRIKE BACK!
BOOM
SPEAKING OF WHOM...
BOOM
BOOM
HA! THE EARTH CREATURES FIRE UPON THEIR WOULD BE SAVIOURS!
SUNSTREAKER'S SHOULDER-MOUNTED, LASER-GUIDED GROUND-TO-AIR MISSILE FINDS ITS TARGET!
SHOOOOM
YOU'RE NOT AS FAST AS YOU THOUGHT, SKYWARP! THIS PROVES THAT I'M CYBERTRON'S GREATEST WARRIOR!
THESE STUPID, EARTH-BOUND AUTOBOTS ARE HELPLESS BEFORE THE POWER OF RUMBLE!
CAN'T KEEP MY BALANCE!
RUMBLE!


GUESS AGAIN YOU DIRTY LITTLE GECK! BRAWN'S COMING THROUGH
BAH YOU'RE NOTHING BUT TALK!
RUM
BLE!
KA
ANG!
THEN LET MY ACTIONS SPEAK FOR ME!
OVER-CHARGED BUFFOON!
YOU'LL PAY FOR STRIKING MY BROTHER!
THE HIGH-PITCHED GRATING SOUND PRODUCED BY FRENZY SEVERELY DISRUPTS THE ELECTRICAL FLOW WITHIN BRAWN'S CIRCUITS - KNOCKING HIM OUT!
ARGHH!
THIS PAIN TOO MUCH
WE'VE GOT 'EM ON THE RUN!
FEAR NOT BROTHER I'LL SEE THAT YOU ARE RESTORED TO FIGHTING STRENGTH
THUD!
MEANWHILE..
WE'RE KNUCK GEARS WITH THE ARMY AND YOUR BLOOD'S KEEPING THEM BUSY OUT FRONT THEY'RE NOT GUARDING THE BACK DOOR OF COURSE THIS SHEER DROP'S ENOUGH TO DISCOURAGE MOST VISITORS - EVEN TRAVELLING SALESMEN -- BUT NOT YOUR FRIENDLY OUT-OF-TOWN SPIDER MAN
THIS HUMAN REMINDS ME OF BLUESTREAK THEY BOTH SEEM TO LOVE THE SOUND OF THEIR OWN VOICE!
DO ALL HUMANS HAVE POWERS LIKE YOURS?
NOT SINCE I CHECKED LAST! I'D FEEL REAL FOOLISH IF THEY DID!
SAVE SPUT

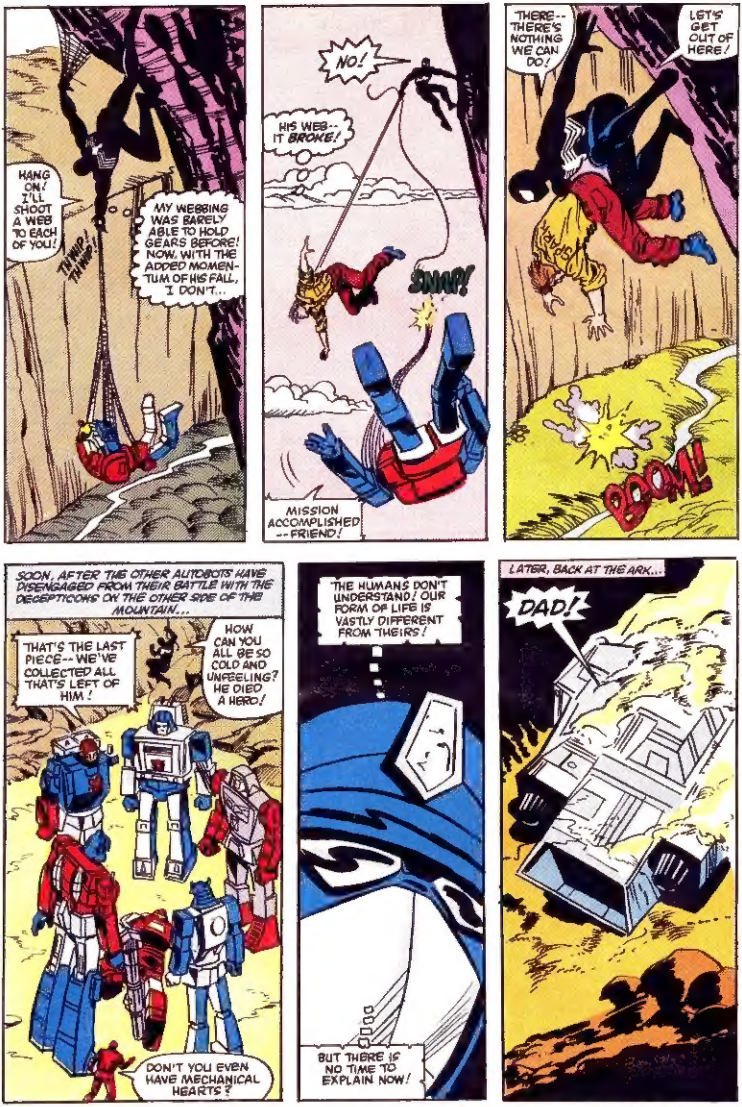
CONTINUED...

WHAT'S THAT SOUND?
GEARS!
POWER'S GIVING OUT-- I'M GOING TO FALL!
QUICK-- GRAB ONTO THIS WEB!
THWIPP!
GOTCHA!
YOU'RE TOO HEAVY-- I DON'T KNOW HOW LONG THIS LINE CAN HOLD YOU!
THEN WE'D BEST MOVE FAST!
RIGHT!
KRUNCH!
INSIDE
SO, HUMAN, HAVE YOU COMPLETED YOUR TASK?
YEAH, BULLET-HEAD-- I'VE DONE YOUR DIRTY WORK FOR YOU! TAKE YOUR STINKING FUEL AND LEAVE ME ALONE!
WARNED, HUMAN,, INSOLENCE FROM SLAVES WHOSE VALUE HAS ENDED IS NOT TOLERATED BY MEGATRON!
ONCE WE GRAB THEIR PRISONER, LET'S GET OUT FAST!
I HAVE NO COMPLAINTS WITH THAT! I DIDN'T WISH TO BE HERE IN THE FIRST PLACE!

INSIDE...
MY SENSORS DETECT AN AUTOBOT INTRUDER ENTERING THROUGH THE REAR OF THE FORTRESS!
NOT EVEN THE WEAKEST RADIO SIGNAL CAN EVADE SOUNDWAVE!
THIS PLACE IS BIG ENOUGH TO HOLD THE SUPER BOWL IN! WHERE DO WE EVEN BEGIN TO LOOK?!
HOLD IT!
ALLOW ME!
THWIP!
KYRATOOM!
THAT TAKES CARE OF TWEEDLEDUM AND TWEEDLEDEE!
WHOA! MY SPIDER-SENSE IS GOING WILD!
FROM THE SHADOWS LEAPS RAVAGE...
WHERE DID HE COME FROM?!
ROWRR!
THOUGHT I SAW A PUSSYCAT!
HE'S FAST! AND ALMOST AS AGILE AS I AM!

CONTINUED...

NOT NECESSARILY!
BET YOU'RE LOTS OF FUN AT PARTIES, TOO!
WE'VE HIT THE JACKPOT! DON'T WORRY, FRIEND. WE'LL GET YOU OUT OF HERE.
WHAT--?!
DIDN'T EXPECT TO SEE ONE OF YOU GUYS AGAIN!
BAZOOKA JOE'S ALL TIED UP-- LET'S CALL A CAB AND SPLIT!
THIS IS WORSE THAN I EXPECTED! WE DON'T HAVE A CHANCE AGAINST MEGATRON! SPIDER-MAN, HURRY! WE MUST--!
REMIND ME TO THANK THAT MASKED FELLA!
WHO DARES ATTEMPT TO ENSNARE MEGATRON?!
NO! IT IS TOO LATE!
RRIP!
UH-OH.
HERE! LET MEGATRON HELP YOU ESCAPE! THE HUMAN HAS SERVED HIS PURPOSE AND IS NO LONGER REQUIRED!
THEY'LL FALL TO THEIR DEATHS!
BZZT!!
SORRY I CAN'T STAY AND CHAT, BUT I REALLY MUST BE GOING!
THWIP!


HANG ON! I'LL SHOOT A WEB TO EACH OF YOU!
THWIP! THWIP!
MY WEBBING WAS BARELY ABLE TO HOLD GEARS BEFORE! NOW, WITH THE ADDED MOMENTUM OF HIS FALL, I DON'T...
NO!
HIS WEB-- IT BROKE!
SNAP!
MISSION ACCOMPLISHED --FRIEND!
THERE-- THERE'S NOTHING WE CAN DO!
LET'S GET OUT OF HERE!
BOOM!
SOON, AFTER THE OTHER AUTOBOTS HAVE DISENGAGED FROM THEIR BATTLE WITH THE DECEPTICONS ON THE OTHER SIDE OF THE MOUNTAIN...
"THAT'S THE LAST PIECE-- WE'VE COLLECTED ALL THAT'S LEFT OF HIM!
HOW CAN YOU ALL BE SO COLD AND UNFEELING? HE DIED A HERO!
DON'T YOU EVEN HAVE MECHANICAL HEARTS?
"THE HUMANS DON'T UNDERSTAND! OUR FORM OF LIFE IS VASTLY DIFFERENT FROM THEIRS!
BUT THERE IS NO TIME TO EXPLAIN NOW!
LATER, BACK AT THE ARK...
DAD!

CONTINUED...

BUSTER!
I CAN'T TELL YOU HOW GOOD IT IS TO SEE YOU AGAIN!
I WAS SO SCARED!
SO WAS I, SON! SO WAS I!
WHILE ABOVE THE HAPPY REUNION...
THIS SHIP IS LITERALLY OUT OF THIS WORLD!
EVEN THE FANTASTIC FOUR'S BRILLIANT LEADER, REED RICHARDS, WOULD FEEL LIKE A KID AT HIS FIRST SCIENCE FAIR IN HERE!
I'M SORRY ABOUT WHAT HAPPENED TO GEARS, OPTIMUS!
EVEN THE GOOD GUYS DIE SOMETIMES!
DIE?
YOU MEAN HE'S STILL ALIVE?!
YOU LOST ME, OP!
NO! BUT NEITHER IS HE WHAT YOU WOULD TERM "DEAD!"
NO MATTER! WHAT'S IMPORTANT IS THE VALOUR YOU'VE SHOWN TODAY WILL ALWAYS BE AN INSPIRATION TO OUR STRUGGLE!
BUT THIS IS OUR WAR AND I CAN ASK NO MORE OF YOU, SPIDER-MAN.
THAT'S FINE, 'CAUSE I'VE GOT A PLANE TO CATCH!
IF THE REST OF YOU ARE JUST HALF AS BRAVE AS GEARS--
--THOSE DECEPTICONS ARE IN BIG TROUBLE! GOOD LUCK!
GOOD BYE, SPIDER-MAN, AND THANKS!
SOON...
I'VE MANAGED TO REVIVE HIM TO MINIMUM OPERATING LEVEL!
INCREDIBLE! HE'S TRYING TO SPEAK!
MEG-- MEG--
MEGATRON-- GOT WHAT HE WANTED-- FROM HUMAN--?
DAD! SAY-- SAY IT AIN'T SO!
CONTINUED NEXT ISSUE!